



Companies House

AR01 (ef)

Annual Return



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X556P98W

Company Name: Healthcare Buying Group Limited

Company Number: 08460100

Date of this return: 25/03/2016

SIC codes: 64209

Company Type: Private company limited by shares

Situation of Registered Office: EUROPA HOUSE EUROPA TRADING ESTATE STONECLOUGH ROAD
KEARSLEY
MANCHESTER
UNITED KINGDOM
UNITED KINGDOM
M26 1GG

Officers of the company

Company Secretary 1

Type: **Person**
Full forename(s): **MR WILLIAM HENRY MARK**

Surname: **ROBSON**

Former names:

Service Address: **EUROPA HOUSE EUROPA TRADING ESTATE STONECLOUGH
ROAD
KEARSLEY
MANCHESTER
ENGLAND
M26 1GG**

Company Director 1

Type: **Person**
Full forename(s): **JEAN**

Surname: **BONNAVION**

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/06/1971** Nationality: **FRENCH**

Occupation: **PARTNER**

Company Director 2

Type: **Person**
Full forename(s): ERIC JOHN

Surname: KUMP

Former names:

Service Address recorded as Company's registered office

Country/State Usually Resident: UNITED KINGDOM

Date of Birth: **/04/1970 *Nationality:* AMERICAN

Occupation: PRIVATE EQUITY

Company Director **3**

Type: **Person**
Full forename(s): **MR WILLIAM HENRY MARK**

Surname: **ROBSON**

Former names:

Service Address: **EUROPA HOUSE EUROPA TRADING ESTATE STONECLOUGH
ROAD
KEARSLEY
MANCHESTER
ENGLAND
M26 1GG**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/01/1963** *Nationality:* **BRITISH**

Occupation: **CHIEF FINANCIAL OFFICER**

Company Director 4

Type: **Person**
Full forename(s): **MR TERENCE JOSEPH**

Surname: **SCICLUNA**

Former names:

Service Address: **EUROPA HOUSE EUROPA TRADING ESTATE
STONECLOUGH ROAD, KEARSLEY
MANCHESTER
UNITED KINGDOM
M26 1GG**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/09/1957** *Nationality:* **BRITISH**
Occupation: **CEO**

Company Director **5**

Type: **Person**

Full forename(s): **MR ROBERT MARK**

Surname: **STEPHENSON**

Former names:

Service Address: **EUROPA HOUSE EUROPA TRADING ESTATE
STONECLOUGH ROAD, KEARSLEY
MANCHESTER
UNITED KINGDOM
M26 1GG**

Country/State Usually Resident: **UNITED KINGDOM**

Date of Birth: ****/04/1965**

Nationality: **BRITISH**

Occupation: **COO**

Statement of Capital (Share Capital)

Class of shares	A ORDINARY	<i>Number allotted</i>	60000
		<i>Aggregate nominal value</i>	600
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.01
		<i>Amount unpaid per share</i>	0

Prescribed particulars

A ORDINARY SHARES ENTITLE THE HOLDER: (A) TO ONE VOTE FOR EVERY A ORDINARY SHARE; (B) IN RESPECT OF DIVIDENDS, SUCH AMOUNT AS THE COMPANY MAY DETERMINE; AND (C) IN RESPECT OF A RETURN OF CAPITAL, TO PARTICIPATION IN A DISTRIBUTION (INCLUDING ON A WINDING-UP) IN THE FOLLOWING ORDER OF PRIORITY: 1. PREFERENCE SHARES. AMOUNTS CREDITED AS PAID UP ON ALL ISSUED PREFERENCE SHARES TOGETHER WITH AN AMOUNT EQUAL TO ALL ARREARS AND ACCRUALS OF PREFERENCE DIVIDEND WHETHER DECLARED OR NOT. 2. A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES. AMOUNTS CREDITED AS PAID UP ON ALL ISSUED A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES, TOGETHER WITH AN AMOUNT EQUAL TO ALL ARREARS AND ACCRUALS OF UNPAID DIVIDENDS ON THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (AND IF THERE ARE INSUFFICIENT SURPLUS ASSETS AND RETAINED PROFITS TO PAY ALL OF SUCH AMOUNT, THE AMOUNT AVAILABLE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES PRO-RATA AS NEARLY AS POSSIBLE TO THE AMOUNT DUE TO EACH OF THEM) 3. A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (AS IF ONE CLASS, SAVE THAT THE AMOUNT PAYABLE IN RELATION TO EACH C ORDINARY SHARE SHALL ONLY BE ONE PER CENT OF THE AMOUNT PAYABLE IN RELATION TO EACH A ORDINARY SHARE AND EACH B ORDINARY SHARE). ANY BALANCE OF SUCH SURPLUS ASSETS AND RETAINED PROFITS. THE A ORDINARY SHARES ARE NOT REDEEMABLE.

Class of shares	A ORDINARY	<i>Number allotted</i>	252750
		<i>Aggregate nominal value</i>	2527.5
<i>Currency</i>	GBP	<i>Amount paid per share</i>	1
		<i>Amount unpaid per share</i>	0

Prescribed particulars

A ORDINARY SHARES ENTITLE THE HOLDER: (A) TO ONE VOTE FOR EVERY A ORDINARY SHARE; (B) IN RESPECT OF DIVIDENDS, SUCH AMOUNT AS THE COMPANY MAY DETERMINE; AND (C) IN RESPECT OF A RETURN OF CAPITAL, TO PARTICIPATION IN A DISTRIBUTION (INCLUDING ON A WINDING-UP) IN THE FOLLOWING ORDER OF PRIORITY: 1. PREFERENCE SHARES. AMOUNTS CREDITED AS PAID UP ON ALL ISSUED PREFERENCE SHARES TOGETHER WITH AN AMOUNT EQUAL TO ALL ARREARS AND ACCRUALS OF PREFERENCE DIVIDEND WHETHER DECLARED OR NOT. 2. A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES. AMOUNTS CREDITED AS PAID UP ON ALL ISSUED A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES, TOGETHER WITH AN AMOUNT EQUAL TO ALL ARREARS AND ACCRUALS OF UNPAID DIVIDENDS ON THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (AND IF THERE ARE INSUFFICIENT SURPLUS ASSETS AND RETAINED PROFITS TO PAY ALL OF SUCH AMOUNT, THE AMOUNT AVAILABLE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES PRO-RATA AS NEARLY AS POSSIBLE TO THE AMOUNT DUE TO EACH OF THEM) 3. A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (AS IF ONE CLASS, SAVE THAT THE AMOUNT PAYABLE IN RELATION TO EACH C ORDINARY SHARE SHALL ONLY BE ONE PER CENT OF THE AMOUNT PAYABLE IN RELATION TO EACH A ORDINARY SHARE AND EACH B ORDINARY SHARE). ANY BALANCE OF SUCH SURPLUS ASSETS AND RETAINED PROFITS. THE A ORDINARY SHARES ARE NOT REDEEMABLE.

Class of shares	B ORDINARY	<i>Number allotted</i>	3680000
		<i>Aggregate nominal value</i>	36800
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.01
		<i>Amount unpaid per share</i>	0

Prescribed particulars

B ORDINARY SHARES WHICH ARE FULLY PAID ENTITLE THE HOLDER: (A) TO ONE VOTE FOR EVERY B ORDINARY SHARE; (B) IN RESPECT OF DIVIDENDS, SUCH AMOUNT AS THE COMPANY MAY DETERMINE; AND (C) IN RESPECT OF A RETURN OF CAPITAL, TO PARTICIPATION IN A DISTRIBUTION (INCLUDING ON A WINDING-UP) IN THE FOLLOWING ORDER OF PRIORITY: 1. PREFERENCE SHARES. AMOUNTS CREDITED AS PAID UP ON ALL ISSUED PREFERENCE SHARES TOGETHER WITH AN AMOUNT EQUAL TO ALL ARREARS AND ACCRUALS OF PREFERENCE DIVIDEND WHETHER DECLARED OR NOT. 2. A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES. AMOUNTS CREDITED AS PAID UP ON ALL ISSUED A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES, TOGETHER WITH AN AMOUNT EQUAL TO ALL ARREARS AND ACCRUALS OF UNPAID DIVIDENDS ON THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (AND IF THERE ARE INSUFFICIENT SURPLUS ASSETS AND RETAINED PROFITS TO PAY ALL OF SUCH AMOUNT, THE AMOUNT AVAILABLE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES PRO-RATA AS NEARLY AS POSSIBLE TO THE AMOUNT DUE TO EACH OF THEM). ANY BALANCE OF SUCH SURPLUS ASSETS AND RETAINED PROFITS 3. A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (AS IF ONE CLASS, SAVE THAT THE AMOUNT PAYABLE IN RELATION TO EACH C ORDINARY SHARE SHALL ONLY BE ONE PER CENT OF THE AMOUNT PAYABLE IN RELATION TO EACH A ORDINARY SHARE AND EACH B ORDINARY SHARE) THE B ORDINARY SHARES ARE NOT REDEEMABLE.

Class of shares	C ORDINARY	<i>Number allotted</i>	725000
		<i>Aggregate nominal value</i>	7250
<i>Currency</i>	GBP	<i>Amount paid per share</i>	0.01
		<i>Amount unpaid per share</i>	0

Prescribed particulars

C ORDINARY SHARES ENTITLE THE HOLDER: (A) TO ONE VOTE FOR EVERY C ORDINARY SHARE; (B) IN RESPECT OF DIVIDENDS, SUCH AMOUNT AS THE COMPANY MAY DETERMINE, SAVE THAT THE AMOUNT OF THE DIVIDEND PAYABLE SHALL ONLY BE ONE PER CENT OF ANY DIVIDEND PAYABLE IN RELATION TO EACH A ORDINARY SHARE AND EACH B ORDINARY SHARE; AND (C) IN RESPECT OF A RETURN OF CAPITAL, TO PARTICIPATION IN A DISTRIBUTION (INCLUDING ON A WINDING-UP) IN THE FOLLOWING ORDER OF PRIORITY: 1. PREFERENCE SHARES. AMOUNTS CREDITED AS PAID UP ON ALL ISSUED PREFERENCE SHARES TOGETHER WITH AN AMOUNT EQUAL TO ALL ARREARS AND ACCRUALS OF PREFERENCE DIVIDEND WHETHER DECLARED OR NOT. 2. A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES. AMOUNTS CREDITED AS PAID UP ON ALL ISSUED A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES, TOGETHER WITH AN AMOUNT EQUAL TO ALL ARREARS AND ACCRUALS OF UNPAID DIVIDENDS ON THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (AND IF THERE ARE INSUFFICIENT SURPLUS ASSETS AND RETAINED PROFITS TO PAY ALL OF SUCH AMOUNT, THE AMOUNT AVAILABLE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES PRO-RATA AS NEARLY AS POSSIBLE TO THE AMOUNT DUE TO EACH OF THEM) 3. A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (AS IF ONE CLASS, SAVE THAT THE AMOUNT PAYABLE IN RELATION TO EACH C ORDINARY SHARE SHALL ONLY BE ONE PER CENT OF THE AMOUNT PAYABLE IN RELATION TO EACH A ORDINARY SHARE AND EACH B ORDINARY SHARE). ANY BALANCE OF SUCH SURPLUS ASSETS AND RETAINED PROFITS. THE C ORDINARY SHARES ARE NOT REDEEMABLE.

Class of shares	PREFERENCE	<i>Number allotted</i>	24187588
		<i>Aggregate nominal value</i>	24187588
<i>Currency</i>	GBP	<i>Amount paid</i>	1
		<i>Amount unpaid</i>	0

Prescribed particulars

PREFERENCE SHARES ENTITLE THE HOLDER: (A) TO NO VOTING RIGHTS; (B) IN RESPECT OF DIVIDENDS, THE RIGHT TO RECEIVE, IN PRIORITY TO THE HOLDERS OF ANY OTHER CLASS OF SHARES, A CUMULATIVE CASH DIVIDEND AT A RATE OF 12 PER CENT PER ANNUM CALCULATED ON THE AMOUNT CREDITED AS PAID UP ON THE PREFERENCE SHARES ("PREFERENCE DIVIDEND"). ANY AMOUNT OF PREFERENCE DIVIDEND WILL BE PAID TO PREFERENCE SHAREHOLDERS PRO RATA ACCORDING TO THE NUMBER OF COMPLETE DAYS IN THE ACCOUNTING PERIOD IN QUESTION FOR WHICH THE RESPECTIVE PREFERENCE SHAREHOLDERS HAVE BEEN REGISTERED HOLDERS OF THE PREFERENCE SHARES. EACH PREFERENCE SHARE SHALL NOT CONFER THE RIGHT TO RECEIVE ANY OTHER DIVIDENDS OR RIGHT TO PARTICIPATE IN THE PROFITS OF THE COMPANY; AND (C) IN RESPECT OF A RETURN OF CAPITAL, TO PARTICIPATION IN A DISTRIBUTION (INCLUDING ON A WINDING-UP) IN THE FOLLOWING ORDER OF PRIORITY: 1. PREFERENCE SHARES. AMOUNTS CREDITED AS PAID UP ON ALL ISSUED PREFERENCE SHARES TOGETHER WITH AN AMOUNT EQUAL TO ALL ARREARS AND ACCRUALS OF PREFERENCE DIVIDEND WHETHER DECLARED OR NOT. 2. A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES. AMOUNTS CREDITED AS PAID UP ON ALL ISSUED A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES, TOGETHER WITH AN AMOUNT EQUAL TO ALL ARREARS AND ACCRUALS OF UNPAID DIVIDENDS ON THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (AND IF THERE ARE INSUFFICIENT SURPLUS ASSETS AND RETAINED PROFITS TO PAY ALL OF SUCH AMOUNT, THE AMOUNT AVAILABLE SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES PRO-RATA AS NEARLY AS POSSIBLE TO THE AMOUNT DUE TO EACH OF THEM) 3. A ORDINARY SHARES, B ORDINARY SHARES AND C ORDINARY SHARES (AS IF ONE CLASS, SAVE THAT THE AMOUNT PAYABLE IN RELATION TO EACH C ORDINARY SHARE SHALL ONLY BE ONE PER CENT OF THE AMOUNT PAYABLE IN RELATION TO EACH A ORDINARY SHARE AND EACH B ORDINARY SHARE). ANY BALANCE OF SUCH SURPLUS ASSETS AND RETAINED PROFITS. THE C ORDINARY SHARES ARE NOT REDEEMABLE.

Statement of Capital (Totals)

<i>Currency</i>	GBP	<i>Total number of shares</i>	28905338
		<i>Total aggregate nominal value</i>	24234765.5

Full Details of Shareholders

The details below relate to individuals / corporate bodies that were shareholders as at 25/03/2016 or that had ceased to be shareholders since the made up date of the previous Annual Return

A full list of shareholders for the company are shown below

<i>Shareholding 1</i>	: 0 A ORDINARY shares held as at the date of this return 20000 shares transferred on 2015-10-29
<i>Name:</i>	DAMEON BAMBER
<i>Shareholding 2</i>	: 0 A ORDINARY shares held as at the date of this return 17800 shares transferred on 2015-10-29
<i>Name:</i>	DONNA HICKEY
<i>Shareholding 3</i>	: 0 A ORDINARY shares held as at the date of this return 139150 shares transferred on 2015-12-31
<i>Name:</i>	KANESH KHILOSIA
<i>Shareholding 4</i>	: 0 A ORDINARY shares held as at the date of this return 40000 shares transferred on 2015-05-06
<i>Name:</i>	LEE KINGSHOTT
<i>Shareholding 5</i>	: 0 A ORDINARY shares held as at the date of this return 40000 shares transferred on 2015-10-29
<i>Name:</i>	ANDREW GUY PEARSON
<i>Shareholding 6</i>	: 312750 A ORDINARY shares held as at the date of this return
<i>Name:</i>	TURNSTONE BIDCO 1 LIMITED
<i>Shareholding 7</i>	: 0 B ORDINARY shares held as at the date of this return 13205 shares transferred on 2015-12-31
<i>Name:</i>	KANESH KHILOSIA
<i>Shareholding 8</i>	: 3680000 B ORDINARY shares held as at the date of this return
<i>Name:</i>	TURNSTONE BIDCO 1 LIMITED
<i>Shareholding 9</i>	: 0 C ORDINARY shares held as at the date of this return 220000 shares transferred on 2015-10-29
<i>Name:</i>	DONNA HICKEY
<i>Shareholding 10</i>	: 0 C ORDINARY shares held as at the date of this return 85000 shares transferred on 2015-12-31

Name: KANESH KHILOSIA

Shareholding 11 : 725000 C ORDINARY shares held as at the date of this return

Name: TURNSTONE BIDCO 1 LIMITED

Shareholding 12 : 0 PREFERENCE shares held as at the date of this return

86795 shares transferred on 2015-12-31

Name: KANESH KHILOSIA

Shareholding 13 : 24187588 PREFERENCE shares held as at the date of this return

Name: TURNSTONE BIDCO 1 LIMITED

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.